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5 | Attorneys for RMG TECHNOLOGIES, INC., a Delaware corporation

Case 2:07-cv-02534-ABC-JC Document 103 Filed 03/31/2008 Page 10 of 10

**UNITED STATES DISTRICT COURT
FOR THE CENTRAL DISTRICT OF CALIFORNIA**

TICKETMASTER, L.L.C., a Virginia limited liability company.

12 Plaintiff,

13 | v.

14 RMG TECHNOLOGIES, INC., a
15 Delaware corporation and DOES 1
through 10, inclusive.

16 Defendants.

CASE NO. CV 07-2534ABC(JC x)

**NOTICE OF MOTION AND
MOTION FOR AN ORDER
RELIEVING COGGAN & TARLOW
AS ATTORNEY OF RECORD FOR
RMG TECHNOLOGIES, INC.**

Complaint Filed: April 17, 2007

Date: 4/21/2008

Time: 10:00 a.m.

Place: Courtroom 680

22 PLEASE TAKE NOTICE that on April 21, 2008 at 10:00 a.m. or as soon
23 thereafter as counsel may be heard, in Courtroom 680 of the United States District
24 Court, 255 E. Temple Street, Los Angeles, California 90012, Coggan & Tarlow,
25 counsel for Defendant RMG TECHNOLOGIES, INC., a Delaware corporation
26 ("RMG"), will and hereby does move this Court for an order allowing it to withdraw
27 as counsel for RMG pursuant to Stipulation.

1 DATED: March 27, 2008
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COGGAN & TARLOW



By: David N. Tarlow

*Attorneys for RMG Technologies, Inc.,
a Delaware corporation*

Case 2:07-cv-02534-ABC-JC Document 103 Filed 03/31/2008 Page 2 of 1

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MEMORANDUM OF POINTS AND AUTHORITIES

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I. INTRODUCTION

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5 Coggan & Tarlow respectfully requests that the Honorable Court grant its
6 motion to withdraw as counsel pursuant to stipulation between the attorney and the
7 client.

8 **II. STATEMENT OF FACTS**

9 Case 2:07-cv-02534 ABC-JC Document 103 Filed 03/31/2008 Page 3 of 1

10 Coggan & Tarlow was retained by Defendant/Cross-Complainant RMG
11 TECHNOLOGIES, INC. ("RMG") in April of 2007, to defend it against numerous
12 claims made by Plaintiff TICKETMASTER, LLC ("Ticketmaster").

13 Since January of 2008, Coggan & Tarlow and RMG have experienced a
14 breakdown in the attorney-client relationship and an inability to communicate
15 effectively. Due to these problems, it has become unreasonably difficult of Coggan
16 & Tarlow to carry out its employment in this matter effectively.

17 Moreover, since January of 2008, RMG has breached its retainer agreement
18 with Coggan & Tarlow with respect to expenses and fees. As a result of this breach,
19 it has become unreasonably difficult for Coggan & Tarlow to proceed in defending
20 this action on behalf of RMG, including taking necessary discovery to prepare for
21 trial.

22 On March 14, 2008, Coggan & Tarlow requested that RMG stipulate to allow
23 Coggan & Tarlow to withdraw as counsel. On that day, Coggan & Tarlow advised
24 RMG, in writing, that if Coggan & Tarlow were to be relieved as counsel, since
25 RMG is a corporation, it cannot represent itself *pro se*, and that if it wished to
continue to defend the instant lawsuit, it must retain another attorney. Coggan &
Tarlow also advised RMG of the consequences of its failure to obtain new counsel—
namely that its default may be taken in this matter, and judgment may be entered
against it by Ticketmaster on such default.

26 On March 21, 2008, RMG executed a stipulation to allow Coggan & Tarlow
27 to withdraw as counsel.

1 On Friday, March 21, 2008, Coggan & Tarlow advised Raaqim Knight, Esq.
2 of Manatt, Phelps & Phillips that it would seek to withdraw as counsel, and asked
3 for Ticketmaster's position. Mr. Knight stated that Ticketmaster would not know
4 their position until they received the instant motion.

5 **III. THIS COURT HAS AUTHORITY TO RELIEVE COGGAN &**
TARLOW AS ATTORNEYS OF RECORD IN THIS MATTER

6 Case 2:07-cv-02534-ABC-JC Document 103 Filed 03/31/2008 Page 4 of 1
7 Pursuant to *LR 83-2.9.2.1*, an attorney may file an application to withdraw as
8 counsel upon written notice given reasonably in advance to the client and to all other
9 parties of have appeared in the action.

10 In this matter, Coggan & Tarlow has provided written notice of the instant
11 motion to RMG and counsel for Ticketmaster.

12 Pursuant to *LR 83-2.9.2.3* "An attorney requesting leave to withdraw from
13 representation of a corporation or unincorporated association shall give notice to the
14 corporation or unincorporated association of the consequences of its inability to
15 appear *pro se*."

16 On March 14, 2008, Coggan & Tarlow sent written correspondence to RMG
17 whereby it explained the consequences of the inability of RMG to appear *pro se*.

18 Pursuant to *L.R. 83-2.9.2.4* "[u]nless good cause is shown and the ends of
19 justice require, no substitution or relief of attorney will be approved that will cause
delay in the prosecution of the case to completion."

20 The trial in this matter is scheduled for October 21, 2008, more than six and
21 one half months (6 ½) months subsequent to the filing of the instant motion.
22 Coggan & Tarlow can see no reason why the prosecution of this case to completion
23 would be delayed by virtue of its withdrawal.

24 Pursuant to the *California Rules of Professional Conduct* § 3-700(C)(1) a
25 member may not request permission to withdraw in matters pending before a
26 tribunal unless such request or such withdrawal is because:

27 "(1) the client:...(d) by other conduct renders it unreasonably difficult
28 for the member to carry out the employment effectively; or...(e)

1 breaches an agreement or obligation to the member as to expenses or
2 fees;" or

3 "(2) The client knowingly and freely assents to the termination of
4 employment."

5 Pursuant to the *California Rules of Professional Conduct* § 3-700(A)(2) "[a]
6 member shall not withdraw from employment until the member has taken
7 Case 2:07-cv-02534-ABC-JC Document 103 Filed 03/31/2008 Page 5 of 1
8 reasonable steps to avoid reasonably foreseeable prejudice to the rights of the client,
9 including giving due notice to the client, allowing time for the employment of other
10 counsel, complying with rule 3-700(D) and complying with applicable laws and
rules."

11 Here, in an effort to take reasonable steps to avoid reasonably foreseeable
12 prejudice to RMG's rights, in the instant motion, Coggan & Tarlow has not
13 disclosed any communications which are protected by the attorney-client privilege,
14 and has not disclosed any specific facts which may be used against RMG by
Ticketmaster in its litigation. If this Honorable Court would like more specific
15 reasons for Coggan & Tarlow's request to withdraw, it would be happy to discuss
16 the matter, *in camera*, and outside the presence of Ticketmaster's attorneys.

17 Further, Coggan & Tarlow initially notified RMG of its desire to withdraw in
18 this matter on March 3, 2008. It thereafter made requests that RMG stipulate to
19 allow it to withdraw. RMG was gracious enough to stipulate thereto. Moreover,
20 Coggan & Tarlow held off filing this motion for 28 days to allow RMG to locate
21 substitute counsel.

22 Since March 3, 2008, Coggan & Tarlow has continued to zealously provide
23 legal services to RMG, including, but not limited to devoting the services of two of
24 its attorneys over the course of multiple days to oppose and file a motion to compel
on its behalf and propounding further discovery. It is anticipated that much more
25 work on said motion will be forthcoming over the next few days and weeks.
26 Coggan & Tarlow is committed to providing legal services to RMG until this
27 Honorable Court permits it to withdraw.
28

1 Based upon the foregoing, it is respectfully submitted that Coggan & Tarlow
2 has sufficient grounds to withdraw as counsel, especially considering the fact that
3 RMG has stipulated to its withdrawal.

IV. CONCLUSION

6 It is respectfully requested that this Honorable Court relieve Coggan &
7 Tarlow as attorneys of record.

Case 2:07-cv-02534-ABC-JC Document 103 Filed 03/31/2008 Page 6 of 1

Dated: March 27, 2008

COGGAN & TARLOW

David Tardieu

By: David N. Tarlow

Attorneys of record for Defendant

*RMG TECHNOLOGIES,
A Delaware corporation*

1

DECLARATION OF DAVID N. TARLOW

2 1. I am a member of the law firm COGGAN & TARLOW, counsel of
3 record for Defendant, RMG Technologies, Inc. (hereinafter "RMG"), and I am
4 admitted to practice law before all of the Courts of the State of California and this
5 Court.

6 2. I submit this Declaration in support of Coggan & Tarlow's application
7 Case 2:07-cv-02534-ABC-JC Document 103 Filed 03/31/2008 Page 7 of 1
to be relieved as counsel of record in this matter.

8 3. Coggan & Tarlow was retained by RMG in April of 2007, to defend it
9 against numerous claims made by Plaintiff TICKETMASTER, LLC
10 ("Ticketmaster").

11 4. Since January of 2008, Coggan & Tarlow and RMG have experienced
12 a breakdown in the attorney-client relationship and an inability of my firm to
13 communicate effectively with members of RMG. Due to these problems, it has
14 become unreasonably difficult for my firm to carry out its employment in this matter
15 effectively.

16 5. Moreover, since January of 2008, RMG has breached its retainer
17 agreement with Coggan & Tarlow with respect to expenses and fees. This breach
18 has not been cured. As a result of this breach, it has become unreasonably difficult
19 for Coggan & Tarlow to proceed in defending this action on behalf of RMG, and to
20 provide legal services to RMG, such as conducting depositions and other discovery
21 which needs to be conducted.

22 6. On March 3, 2008, my partner, via email, notified RMG of my firm's
23 desire to withdraw in this matter. Between March 3, 2008 and March 14, 2008, I
24 repeated this request to RMG.

25 7. On March 14, 2008, I requested that RMG stipulate to allow Coggan &
26 Tarlow to withdraw as counsel. On that day, I advised RMG, in writing, that in the
27 event of Coggan & Tarlow's withdrawal as counsel, since RMG is a corporation, it
28 cannot represent itself *pro se*. I notified RMG that if it wished to continue to defend
the instant lawsuit, it must retain another attorney. I also advised RMG of the

1 consequences of its failure to obtain new counsel- namely that its default may be
2 taken in this matter, and that judgment may be entered against it by Ticketmaster on
3 the default.

4 8. On March 21, 2008, RMG executed a stipulation to allow Coggan &
5 Tarlow to withdraw as counsel. A true and correct copy of same is attached hereto
6 as Exhibit "A."

7 9. Case 2:07-cv-02534-ABC-JC Document 103 Filed 03/31/2008 Page 8 of
8 Coggan & Tarlow continues to zealously represent RMG and will
continue to do so until permitted to withdraw.

9 10. I do not wish to divulge any other facts in these motion papers, as I
believe it is reasonably foreseeable that if I divulge same, those facts may prejudice
RMG in its litigation with Ticketmaster. If the Court would like to further discuss
facts which are the basis of this application, I would be happy to discuss same, *in*
camera, and outside the presence of Ticketmaster or its attorneys.
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12

13 11. On Friday, March 21, 2008, I advised Raaqim Knight of Manatt,
14 Phelps & Phillips that Coggan & Tarlow would seek to withdraw as counsel, and I
15 asked for Ticketmaster's position. Mr. Knight stated that Ticketmaster would not
16 know their position until they received the instant motion.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

19 | DATED: March 27, 2008

David Taylor

David N. Tarlow

Case 2:07-cv-02534-ABC-JC Document 103 Filed 03/31/2008 Page 9 of 1

EXHIBIT "A"

1 JAY M. COGGAN (BAR NO. 86107)
2 DAVID N. TARLOW (BAR NO. 214050)
3 JOSHUA G. BLUM (BAR NO. 249082)
COGGAN & TARLOW
3 1925 Century Park East, Suite 2320
Los Angeles, CA 90067
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5 Attorneys for Defendant RMG Technologies, Inc. Case 2:07-cv-02534-ABC-JC Document 103 Filed 03/31/2008 Page 10 of 1

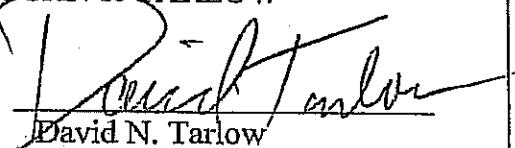
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7 UNITED STATES DISTRICT COURT
8 FOR THE CENTRAL DISTRICT OF CALIFORNIA
9 TICKETMASTER L.L.C. a Virginia Case No.: Case No.: CV 07-2534
10 limited liability Company, ABC(JWJx)
11 Plaintiff,
12 vs.
13 RMG TECHNOLOGIES, INC. a
14 Delaware corporation, and DOES 1
15 through 10 inclusive,
16 Defendants.

17
18 STIPULATION

19 It is hereby stipulated by and between RMG TECHNOLOGIES, INC., a
20 Delaware Corporation and Coggan & Tarlow, that Coggan & Tarlow may
21 withdraw as counsel.

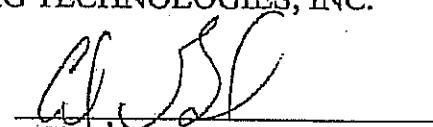
22 Dated: March 21, 2008

COGGAN & TARLOW

23 By: 
24 David N. Tarlow

25 Dated: March 21, 2008

RMG TECHNOLOGIES, INC.

26 By: 
27 Cipriano Garibay

PROOF OF SERVICE

On March 27, 2008, I served the foregoing document described as
NOTICE OF MOTION AND MOTION FOR AND ORDER RELIEVING
COGGAN & TARLOW AS ATTORNEY OF RECORD FOR RMG
TECHNOLOGIES, INC.; DECLARATION OF DAVID N. TARLOW IN
SUPPORT OF MOTION on all interested parties in this action by placing true
copies thereof, enclosed in sealed envelopes, and addressed as follows:

Cipriano Garibay
RMG Technologies, Inc.
301 Grand Street
Pittsburgh, PA 15219

BY MAIL. I caused such envelopes to be deposited in the mail. I am "readily familiar" with the firm's practice of collection and processing correspondence for mailing. Under that practice it would be deposited with U.S. postal service on the same day with postage thereon, fully prepaid, at Los Angeles, California in the ordinary course of business.

(X) BY ELECTRONIC MAIL. I emailed a copy of the aforementioned document to RMG Technologies, Inc.

1 I declare under penalty of perjury under the laws of the State of
2 California and the United States that the above is true and correct. I am a member
3 of the bar of this court.
4

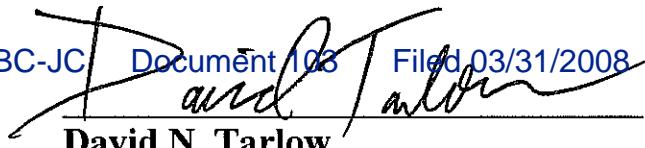
5 Executed on this 27TH day of **March, 2008**, at Los Angeles, California.

6 Case 2:07-cv-02534-ABC-JC

7 Document 103

8 Filed 03/31/2008

9 Page 12 of 1

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11 David N. Tarlow

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PROOF OF SERVICE

STATE OF CALIFORNIA }
COUNTY OF LOS ANGELES } ss:

I am employed in the County of Los Angeles, State of California. I am over the age of 18 and not a party to the within action; my business address is: **1925 Century Park East, #2320, Los Angeles, California 90067**

Case 2:07-cv-02534-ABC-JC Document 103 Filed 03/31/2008 Page 1

8 On March 31, 2008, I served the foregoing document described as **NOTICE**
9 **OF MOTION AND MOTION FOR AN ORDER RELIEVING COGGAN &**
10 **TARLOW AS ATTORNEY OF RECORD FOR RMG TECHNOLOGIES, INC.**
11 on all interested parties in this action by placing true copies thereof, enclosed in
12 sealed envelopes, and addressed as follows:

Robert H. Platt
Donald R. Brown
Manatt, Phelps & Phillips, LLP
11355 W. Olympic Blvd.
Los Angeles, CA 90064

(X) BY PERSONAL SERVICE, I caused such envelope to be delivered by hand to the above-named addressee(s).

I declare under penalty of perjury that I am an employee of a member of the bar of this court at whose direction that the service herein was made.

Executed on this 31st day of March, 2008, at Los Angeles, California.

DAVID N. TARLOW